

# **EXHIBIT A**

**IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

FRONTIER AIRLINES, INC.,

Plaintiff,

v.

AMCK AVIATION HOLDINGS IRELAND  
LIMITED, ACCIPITER INVESTMENT 4 LIMITED,  
VERMILLION AVIATION (TWO) LIMITED,  
ACCIPITER HOLDINGS DAC, CARLYLE  
AVIATION MANAGEMENT LIMITED,  
MAVERICK AVIATION HOLDINGS LIMITED,  
MANCHESTER AVIATION FINANCE S.A.R.L.,  
VERMILLION AVIATION HOLDINGS LIMITED,  
WELLS FARGO TRUST COMPANY, N.A., solely in  
its capacity as OWNER TRUSTEE, and UMB BANK,  
N.A., solely in its capacity as OWNER TRUSTEE,

Defendants.

Case No. 1:22-cv-02943 (PAE)  
[rel. 1:23-cv-04774 (PAE)]

**[PROPOSED] ORDER  
REGARDING PRELIMINARY  
INJUNCTION**

**WHEREAS**, Plaintiff Frontier Airlines, Inc. (“Frontier”) and Defendants are party to 14 leases (the “Leases”) concerning 14 A320 Airbus aircraft (the “Aircraft”);

**WHEREAS**, on May 26, 2023, Defendants issued 14 default notices (the “Default Notices”) to Frontier concerning certain novation, security assignment and owner trustee assignment transactions requested by Defendants to be entered into in connection with the Leases (the “Assignment Transactions”);

**WHEREAS**, on June 8, 2023, the Court issued a temporary restraining order enjoining Defendants from grounding, impounding, or deregistering the Aircraft through and until a hearing on June 20, 2023, and ordered Frontier to post a \$2 million bond (the “Bond”) [Doc. No. 68];

**WHEREAS**, on June 15, 2023, the Court extended the temporary restraining order through and until a hearing on Frontier’s Application to Convert the Temporary Restraining Order to a Preliminary Injunction and scheduled the hearing for July 18, 2023 [Doc. No. 76];

**WHEREAS**, on July 18, 2023, the Court entered a preliminary injunction enjoining Defendants from grounding, impounding, or deregistering the Aircraft for the defaults asserted against Frontier, and maintained the Bond [Doc. No. 92] (the “Preliminary Injunction”);

**WHEREAS**, on August 2, 2023, Defendants moved to alter or amend the Court’s July 18, 2023 Order issuing the Preliminary Injunction [Doc. No. 108] (the “Motion to Alter or Amend the PI”), and attached a proposed guarantee;

**WHEREAS**, on August 7, 2023, Frontier submitted to the Court its response [Doc. No. 116] to Defendants’ guarantee proposal and attached its counterproposal; and

**WHEREAS**, on August 10, 2023, the Court held a hearing (the “August 10 Hearing”) to address the guarantee proposals and the Preliminary Injunction, during which the Court approved a guarantee that the Court determined would be sufficient to resolve Frontier’s concerns that the Assignment Transactions would cause a restriction upon its rights under the Leases;

**IT IS HEREBY ORDERED THAT:**

1. On or before August [REDACTED], 2023, Defendants shall provide to Frontier a fully executed guarantee that complies with the Court’s requirements described at the August 10 Hearing.
2. On or before August [REDACTED], 2023, Defendants shall rescind the Default Notices.
3. On or before [REDACTED], 2023, the parties shall file a joint letter updating the Court regarding the events described in paragraphs 1 through 2. Upon confirmation from the parties that such events have timely occurred, the Court will issue an order dissolving the

Preliminary Injunction, releasing the Bond, and denying as moot the Motion to Alter or Amend the PI.

4. The parties shall each reasonably cooperate with one another consistent with their respective obligations under the Leases to negotiate and execute the transaction documents and close the Assignment Transactions as soon as reasonably possible. Frontier shall not raise any objection to the Assignment Transactions arising from or based upon any of the transactions that are the subject of the above-captioned litigation or the action captioned *Frontier Airlines, Inc. v. AMCK Aviation Holdings Ireland Ltd.*, No. 20-cv-9713 (LLS).

5. Within five (5) business days following the closing of the Assignment Transactions, the parties shall cause stipulations of dismissal to be filed, dismissing this action and the related action, *Carlyle Aviation Management Ltd. v. Frontier Airlines, Inc.*, No. 23-cv-04774 (PAE) (together, the “Actions”).

6. All litigation deadlines in the Actions, including those set forth in the Case Management Plan and Frontier’s deadline to respond to the Motion to Amend or Alter the PI, shall be suspended until further order of the Court.

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HON. PAUL A. ENGELMAYER  
United States District Judge

Dated: \_\_\_\_\_  
New York, New York